

**BECKER & POLIAKOFF LLP**

Helen Davis Chaitman [hchaitman@bplegal.com](mailto:hchaitman@bplegal.com)

Julie Gorchkova [jgorchkovan@bplegal.com](mailto:jgorchkovan@bplegal.com)

45 Broadway

New York, New York 10006

Telephone (212) 599-3322

Facsimile (212) 557-0295

*Attorneys for Defendant Carol Nelson*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

SECURITIES INVESTOR PROTECTION  
CORPORATION,

Plaintiff-Applicant,

v.

Adv. Pro. No. 08-1789 (SMB)

BERNARD L. MADOFF INVESTMENT  
SECURITIES LLC,

Defendant.

SIPA LIQUIDATION

(Substantively Consolidated)

In re:

BERNARD L. MADOFF,

Debtor.

IRVING H. PICARD, Trustee for the Liquidation of  
Bernard L. Madoff Investment Securities LLC

Plaintiff,

v.

Adv. Pro. No. 10-04658 (SMB)

CAROL NELSON,

Defendant.

**NOTICE OF SUBSTITUTION OF COUNSEL AND PROPOSED ORDER**

PLEASE TAKE NOTICE that the undersigned hereby consent to the substitution of the

Becker & Poliakoff LLP for Kramer Levin Naftalis & Frankel, LLP as counsel for Carol

Nelson (the "Defendant"). All notices given or required to be given in this adversary

proceeding shall be given to and served upon the following:

BECKER & POLIAKOFF, LLP  
45 Broadway, 8<sup>th</sup> Floor  
New York, NY 10006  
Telephone: (212) 599-3322  
Email: [hchaitman@bplegal.com](mailto:hchaitman@bplegal.com)  
[jgorchkova@bplegal.com](mailto:jgorchkova@bplegal.com)

PLEASE TAKE FURTHER NOTICE that the Defendant has knowledge of and  
consent to this substitution of counsel.

April 9, 2014

**KRAMER LEVIN NAFTALIS &  
FRANKEL, LLP**

*Withdrawing Attorneys for Defendant  
Carol Nelson*

April 9, 2014

**BECKER & POLIAKOFF LLP**

*Superseding Attorneys for Defendant  
Carol Nelson*

By: /s/ Philip Bentley

Philip Bentley  
1177 Avenue of the Americas  
New York, New York 10036  
(212) 715-9505  
[pbentley@kramerlevin.com](mailto:pbentley@kramerlevin.com)

By: /s/ Helen Davis Chaitman

Helen Davis Chaitman  
45 Broadway  
New York, New York 10006  
(212) 599-3322  
[hchaitman@bplegal.com](mailto:hchaitman@bplegal.com)

**SO ORDERED:**

/s/  
**HON. STUART M. BERNSTEIN**  
**UNITED STATES BANKRUPTCY JUDGE**

**Dated: April \_\_\_, 2015**  
**New York, New York**

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

SECURITIES INVESTOR PROTECTION  
CORPORATION,

Plaintiff-Applicant,

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Adv. Pro. No. 10-04658 (SMB)

Plaintiff,

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CAROL NELSON,

Defendant.

**DECLARATION OF HELEN DAVIS CHAITMAN**

I, HELEN DAVIS CHAITMAN, declare as follows:

1. I am a member of the firm Becker & Poliakoff, LLP and a member of the Bar of this Court Pursuant to Local Civil Rule 1.4 of the Local Rules of the United States District Courts for the Southern and Eastern Districts of New York. I submit this declaration in support of the accompanying notice and proposed order substituting Becker & Poliakoff, LLP for Kramer Levin Naftalis & Frankel, LLP as counsel for Carol Nelson (the "Defendant") in the above-captioned adversary proceeding. I also have read Local Bankruptcy Rule 2090-1 of the Local Rules of the United States Bankruptcy Court for the Southern District of New York.

2. The Defendant has requested and consents to this substitution of counsel.

3. It is not expected that any delay or prejudice will result to any party in this proceeding from this substitution of counsel.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Dated: New York, New York  
April 9, 2014

By: */s/ Helen Davis Chaitman*  
Helen Davis Chaitman